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Attorney for Plaintiff  
Lilith Games (Shanghai) Co. Ltd.

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

Lilith Games (Shanghai) Co. Ltd.,  
Plaintiff,  
v.  
uCool, Inc. and uCool Ltd.,  
Defendants.

Case No. 15-cv-01267-SC

**DECLARATION OF YANG XIANMIN IN  
SUPPORT OF PLAINTIFF'S MOTION  
FOR A PRELIMINARY INJUNCTION**

**[Fed. R. Civ. P. 65]**

**Date: June 12, 2015**  
**Time: 10:00 a.m.**  
**Courtroom: 1, 17th Floor**  
**Before: The Hon. Samuel Conti**

1  
2 1. My name is Yang Xianmin, and I am over the age of twenty-one (21) years, of sound  
3 mind, and fully competent to testify in this cause.

4 2. I am employed by Lilith Games (Shanghai) Co. Ltd. ("Lilith"), and I am currently  
5 Lilith's head of testing. I have held that position since at least February 2014. In that role, I am  
6 familiar with the development and play of Lilith's game "Dao Ta Chuan Qi in Chinese" (literally  
7 meaning "the legend of sword and tower") ("Sword and Tower"). I have also played a game  
8 distributed by uCool, Inc. ("uCool") called Heroes Charge. As a result, I have personal knowledge  
9 that all facts set forth in this declaration are true and correct.  
10

11 3. The first release of Sword and Tower occurred in China in February 2014. Sword  
12 and Tower begins with heroes named, the Captain, Ember, and Noire being defeated in a battle, and  
13 they then embark on the game's mission. The Captain is armed with a sword, Ember throws fire,  
14 and Noire has a bow and arrow. In the game, in each chapter there are typically 6 to 7 battle stages,  
15 and in each stage, the heroes fight in three battle sequences, the "Boss" of the stage in the third  
16 sequence. When engaging in a battle, an image of each hero is displayed at the bottom of the screen,  
17 and one bar shows the level of life each hero currently has. A second bar shows how close the hero  
18 is to being able to use his or her special weapon. When that bar is full, the hero's image is  
19 highlighted to indicate that the special weapon is ready for use. To use that weapon, the user taps  
20 the highlighted image of the hero. The following screen shot is an example of a typical battle scene:  
21





4. The game also has a home screen that permits the player to enter different areas designed by Lilith, such as the “Campaign,” where the player engages in the battles described above, the “Trader,” “Arena,” “Epic Arena,” “Caverns of Time,” “Guild,” “Mailbox,” and “Treasure Cave.” These different areas are unlocked as the player continues to progress through the game. Along the top of the screen, the players amount of gold coins, blue gems, and energy level, which is depicted as a drumstick, is displayed. There is also a drop down list on the right-hand side of the screen that lists the following icons: heroes, bag, fragments, quests, and dailies. The following is a screen shot of a portion of Sword and Tower’s home screen:



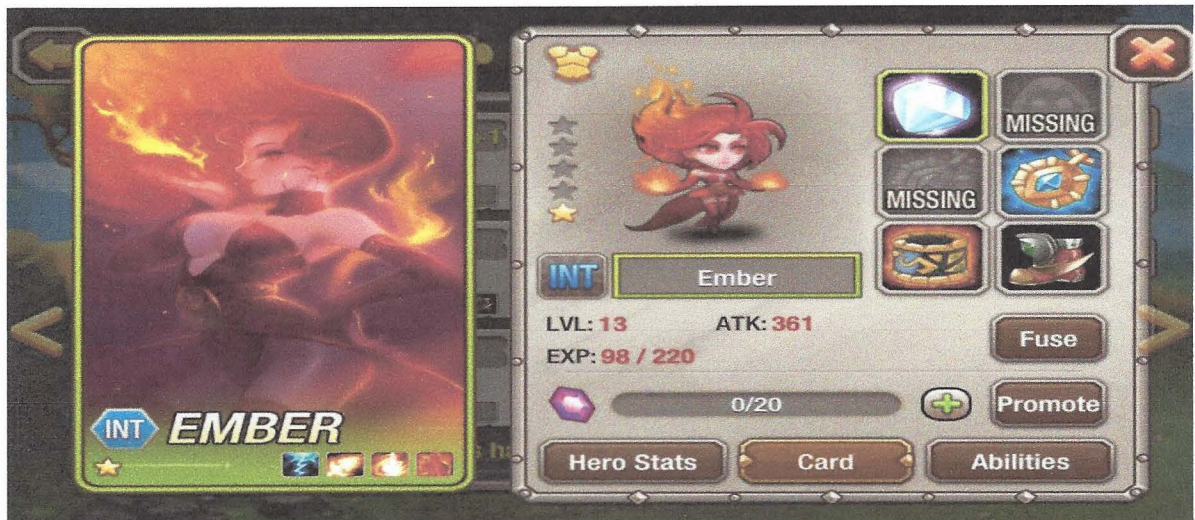
5. As the player further progresses in the game, he or she can also “summon” new heroes. For example, after completing different battle stages, the “Boss” that was defeated can become a Hero. Specifically, once the player has completed the specified tasks, the new hero is unlocked and can be “summoned.” Further, before each battle, a screen appears showing the player the enemies and “Boss” they will face, as well as the rewards that they will receive if successful. On that screen the information is expressed to the player by showing the title of the stage, a quote concerning the upcoming battle, the player’s energy shown with the drumstick icon, the enemies and



“Boss” to be faced with those images in boxes, and the items to be gained if successful, with the images of those items also shown in boxes. A screen shot of this aspect of Sword and Tower is set forth as follows:



6. With respect to the items that the heroes can collect by winning battles, the player can then have the hero equipped with those items, and if the hero has six of these items, the player can click a button called “fuse,” making the hero stronger. The following are screen shots depicting examples of these aspects of the game:





1  
2 7. In August 2014, Lilith learned that uCool had released a game called Heroes Charge  
3 in the United States. I have since played Heroes Charge to determine the similarities between that  
4 game and Sword and Tower. Like Sword and Tower, Heroes Charge begins with a scene in which  
5 the heroes lose a battle, and are then told to embark upon the game's mission. Heroes Charge also  
6 begins with the same set of heroes. In particular, Heroes Charge has the Admiral, as opposed the  
7 Captain in Sword and Tower, but the admiral is also armed with a sword, and the special weapon act  
8 and looks the same as what is expressed in Sword and Tower. Heroes Charge similarly has  
9 Emberstar, who also throws fire, and Shadowleaf who uses a bow and arrow. Again, both of those  
10 characters, in addition to being strikingly similar in appearance, use the exact same special weapon  
11 as their counterparts in Sword and Tower.

12 8. Just like Sword and Tower, the heroes in Heroes Charge battle enemies in different  
13 chapters, being rewarded along the way. For each of the chapters, the heroes in Heroes Charge  
14 engage in smaller battles before facing a "Boss" in the final stage. Each of the battles contain three  
15 fighting sequences, and both games have the exact same number of stages per chapter. Further,  
16 during each battle, each hero's image is displayed at the bottom of the screen, and one bar shows the  
17 level of life each hero currently has. A second bar shows how close the hero is to being able to use  
18 his or her special weapon. When that bar is full, the hero's image is highlighted to indicate that the  
19 special weapon is ready for use. To use that weapon, the user taps the highlighted image of the hero.  
20 The following is a screen shot of a typical battle scene from Heroes Charge, which is virtually  
21 identical to the image from Sword and Tower set forth above:





1  
2 9. Heroes Charge also has a home screen that is expressed in a substantially similar  
3 manner as the Sword and Tower screen. Specifically, Heroes Charge also provides the player the  
4 ability to enter different areas called the "Campaign," where, like Sword and Tower, the above-  
5 described battles occur, the "Merchant," "Arena," "Grand Arena," "Time Rift," "Guild," "Mailbox,"  
6 and "Booty Cave." The home screen also lists the players gold, blue gem, and energy count at the  
7 top, expressed through virtually identical icons. The home screen also includes a drop down menu  
8 on the right-hand side that allows the player to access his or her "heroes," inventory," "fragments,"  
9 "quests," and "daily events." Again, these are expressed in the same order and manner as in Sword  
10 and Tower. A screen shot of a portion of the Heroes Charge's home screen is set forth as follows,  
11 which is substantially the same as the expression of Sword and Tower's home screen:



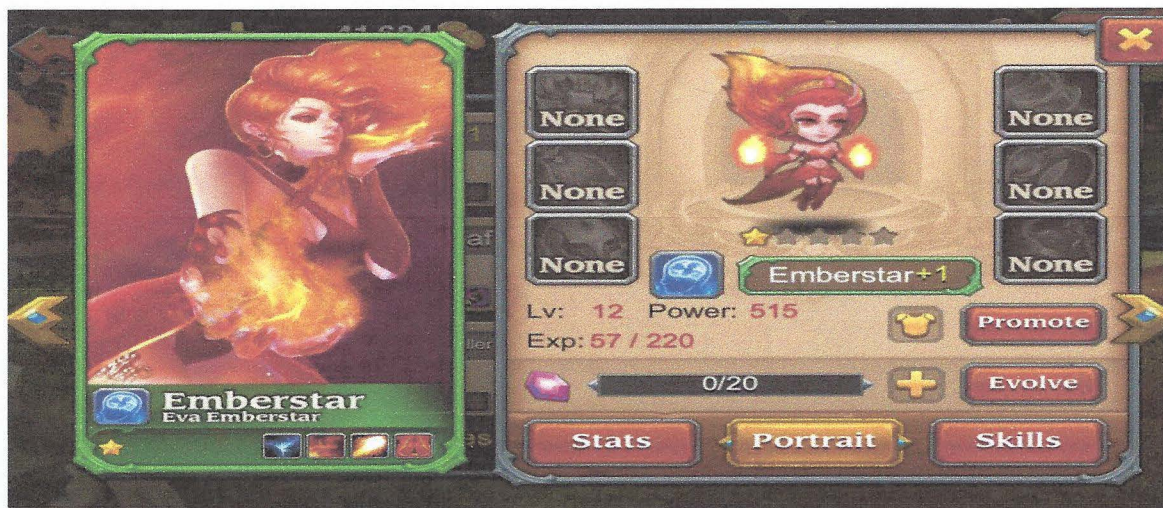
21 10. The heroes in Heroes Charge are also able to expand their ranks by "summoning"  
22 new heroes. Just as in Sword and Tower, the "Boss" that is defeated during certain battle stages can  
23 later be unlocked and "summoned" as a new hero. With respect to the foes that the heroes face  
24 during the stages, before each battle the player is shown the enemies he or she will fight, along with  
25 the rewards that the player may receive if successful. Just like Sword and Tower, the screen  
26 expressing these aspects of the game are presented to the player showing the title of the stage, a  
27 quote concerning the upcoming battle, the player's energy shown with the drumstick icon, the  
28 enemies and "Boss" to be faced with those images in boxes, and the items to be gained if successful,



with the images of those items also shown in boxes. The following is an example of this screen as it is expressed in Heroes Charge, which is virtually identical to that expression in Sword and Tower:



11. With respect to the items that can be collected as battles are won, the player in Heroes Charge can also equip the heroes with those items. In the same manner as Sword and Tower, once a hero has been equipped with six items, the player clicks on a button called “promote,” making the hero stronger. These aspects of Heroes Charge, which are again identical to Sword and Tower are shown in the following screen shots:





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2 12. To protect its software code from copying, Lilith embedded a copyright declaration  
3 that would appear during a certain point in the game. If the software was copied, this embedded  
4 copyright declaration would also appear in the infringer's game. On or about March 9, 2015, Lilith  
5 purchased an iPad in China and downloaded Heroes Charge from the App Store. I then navigated to  
6 the point in Heroes Charge called the "Ancient Temple" and pulled up the rules page. Once the rule  
7 page screen appears, just as in Sword and Tower, five rules are presented. In Sword and Tower, if  
8 you press on rule 5 repeatedly the following embedded copyright declaration appears: "Lilith  
9 Games ©." I pressed on rule 5 repeatedly in Heroes Charge, and Lilith's copyright declaration  
10 appeared in uCool's game. The following is a screen capture from uCool's game:  
11



22 13. While playing Heroes Charge, I also took a number of screen shots for purposes of  
23 comparing those contained in Sword and Tower. True and correct copies of screen shots taken from  
24 both games are set forth in Exhibit A attached to this declaration.  
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Under the laws of the United States, I declare under the penalty of perjury that the foregoing is true and correct.

Dated Mar. 31, 2015

杨贤敏 Yang Xian Min  
Yang Xianmin  
Lilith Games (Shanghai) Co., Ltd. – Head of  
Testing